



"W2354097"

E# 2354097 PG 1 OF 4  
ERNEST D ROWLEY, WEBER COUNTY RECORDER  
16-JUL-08 803 AM FEE \$16.00 DEP SPY  
REC FOR: SUBWAY REAL ESTATE

### MEMORANDUM OF LEASE

This is a Memorandum of Lease for the Lease executed on January 25, 2007, between Subway Real Estate Corp. (Grantee) a corporation organized under the laws of the State of Delaware, having its principal office at 325 Bic Drive, Milford, CT 06461, hereinafter called "the Tenant", and Boyer Ogden Mall, L.C. , (Grantor) having its principal office at: 90 South 400 West, Suite 200, Salt Lake City, UT 84101 hereinafter called "the Landlord".

For the purpose of this document and/or the Lease, as well as any exhibits/schedules executed by the Landlord and Tenant, if applicable, the terms "Landlord", "Grantor", and "Lessor" or "Tenant", "Grantee", and "Lessee" as used shall be deemed synonymous.

The Landlord leases to the Tenant the premises as described in the Lease:

1. Premises:

SUBWAY® store number: 27059

Located at: 2378 Kiesel Ave, Ogden, UT 84401

State of: UTAH

County of: WEBER

2. Term

The Lease is for a term of 10 Year(s)/0 Month(s)/19 Day(s)

3. Renewal (Option) Periods:

The Tenant shall have the right to renew this lease for: 2 5-Year

Legal Description attached as Exhibit A

Prepared by, and return to:

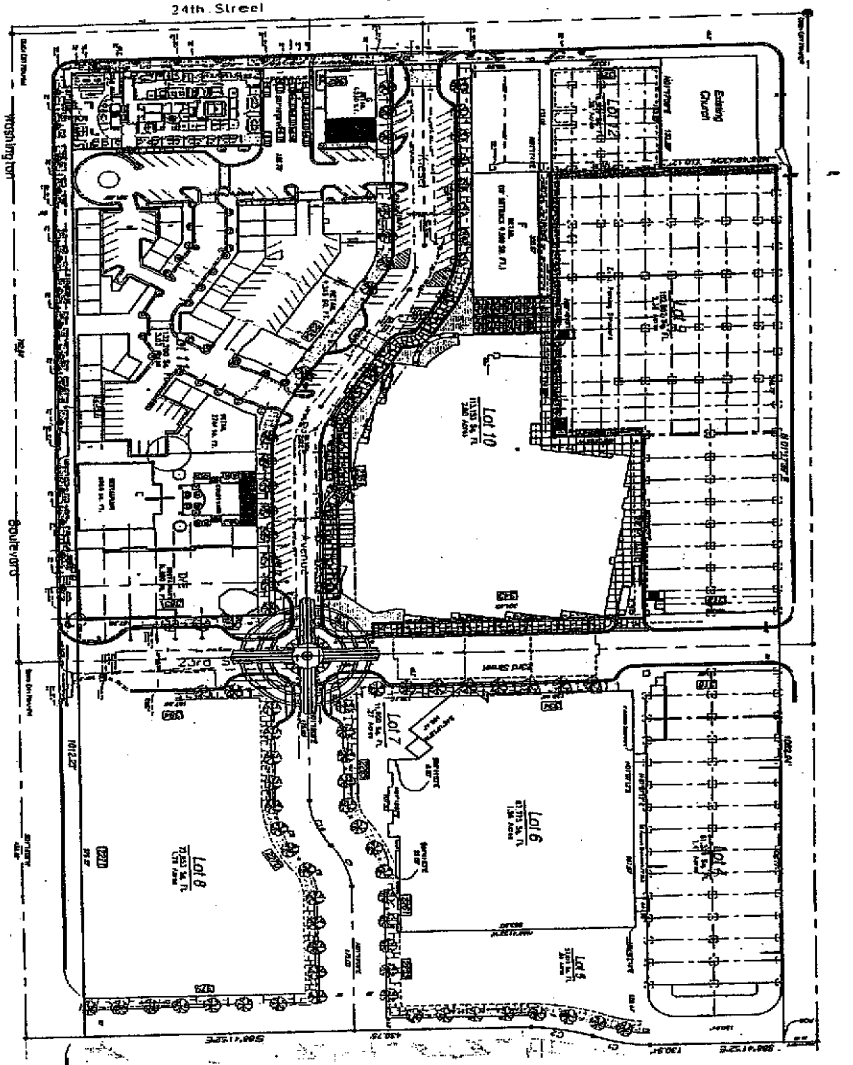
Attn: Janice Trowbridge

Subway Real Estate Corp.

325 Bic Drive ~ Milford, CT 06461

EXHIBIT "A"  
SITE PLAN AND LEGAL DESCRIPTION

ALL OF LOT 11A, OGDEN CITY ENTERTAINMENT SUBDIVISION PHASE 2  
AMENDED, LOT 11 2ND AMENDMENT  
Parcel Identification # 30-300-8004  
Serial Tax # 01-100-0001



Acknowledgement - Memorandum of Lease

In Witness whereof the "Landlord" has hereunto executed this document this 4th day of

June, 2008

Landlord: Bay Capital Mall LLC

SUBWAY® store number: 27059  
Located at: 2378 Kiesel Ave, Ogden, UT, 84401

[Signature]  
Signature

Devon M. Gunn  
Printed Name

Manager  
Title

Jeff Madsen  
Witness

JEFF MADSEN  
Printed Witness Name

Jolene Rasmussen  
Witness

Jolene Rasmussen  
Printed Witness Name

STATE OF Utah

COUNTY OF Salt Lake

On this the 4th day of June in the Year 20 08, before me, the undersigned, a Notary Public in and for said State, personally appeared

Devon M. Gunn  
personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledge to me that he/she/they executed the same in his/her, their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.



Rachael Nilsen  
Notary Public

(Notary Seal)

My Commission Expires: 9-17-11

Prepared by, and return to:  
Attn: Janice Trowbridge  
Subway Real Estate Corp.

**Acknowledgment – Memorandum of Lease**

In Witness whereof the "TENANT" has hereunto executed this document this 9th Day of June , 2008

TENANT: Subway Real Estate Corp.

Madelyn Leonard  
Madelyn Leonard  
Duly Authorized

Marie Oberempt  
Witness  
Marie Oberempt

Christina Knapp  
Witness  
Christina Knapp

STATE OF CONNECTICUT  
COUNTY OF NEW HAVEN

On this the 9th day of June in the Year 2008, before me, the undersigned, a Notary Public in and for said State, personally appeared Madelyn Leonard duly authorized by Subway Real Estate Corp. and personally known to me to be the individual whose name is subscribed to the within instrument and acknowledge to me that she executed the same in her, their capacity, and that by her signature on the instrument, the individual, or the person upon behalf of which the individual(s) acted, executed the instrument.



Janice M. Trowbridge  
Janice M. Trowbridge, Notary Public  
County of New Haven

(Notary Seal)  
My Commission Expires: January 31, 2009

Prepared by, and return to:  
«Attn»  
Subway Real Estate Corp.  
325 Bic Drive ~ Milford, CT 06461